

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE MIDDLE DISTRICT OF PENNSYLVANIA**

IN RE:)	Chapter 11
)	
SCHUYLKILL RAIL CAR, INC.)	Case No.: 1:14-bk-02477-RNO
)	
Debtor in Possession.)	

ORDER OF COURT

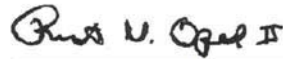
UPON CONSIDERATION of the Debtor In Possession's Fifth Interim Application for the Payment of Counsel Fees and Reimbursement of Expenses to CGA Law Firm as a Chapter 11 Administrative Expense (the "Fee Application") and the Objection to the Fee Application of First National Bank of Pennsylvania ("FNB") and the Objection of Gilmour Consulting LLC ("Plan Administrator") to the Fee Application, and upon consideration of the parties' Stipulation, after hearing held on April 6, 2017, it is hereby

ORDERED THAT:

1. the total counsel fees and expenses applied for by the CGA Law in its Fee Application from August 1, 2016 through January 31, 2017 in the amount of \$20,148.50 (\$20,022 in fees and \$126.50 in expenses) shall be reduced by \$2,200.00;
2. the remaining balance of fees and expenses totaling \$17,948.50 are approved as a Chapter 11 Administrative expense;
3. as provided for in Article 5 (Plan Implementation) of Debtor in Possession's Third Amended Plan of Reorganization (the "Chapter 11 Plan") confirmed on March 24, 2016, payment of the counsel fees and expenses stipulated to herein are not to be paid until the FNB Obligations owed on its secured claim, including its fees and costs, have been paid in full to FNB;

4. the Parties agree that settlement of this matter, including this Stipulation regarding the foregoing fees and expenses, and the entry of an Order approving the same as a Chapter 11 administrative expense, shall not in any way be construed against them or prejudice the Parties or any of the named parties in any alleged 11 U.S.C. §506(c) claims or actions, including those certain pending adversary proceedings captioned Lawrence V. Young, Esquire vs First National Bank of Pennsylvania, United States Department of Agriculture, Neil Gilmour, Receiver at Adversary Nos.: 1:17-ap-00025-RNO and 1:17-ap-00026.

By the Court,



Robert N. Opel, II, Chief Bankruptcy Judge
(BI)

Dated: April 6, 2017